

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
THOMAS H. LEE EQUITY FUND V, L.P.,  
THOMAS H. LEE PARALLEL FUND V, L.P.,  
and THOMAS H. LEE EQUITY (CAYMAN)  
FUND V, L.P.,

Plaintiffs,

v.

MAYER, BROWN, ROWE & MAW LLP,

Defendant.  
-----X

07 Civ. 6767 (GEL)

**STIPULATION AND ORDER**

IT IS HEREBY STIPULATED AND AGREED, by and between counsel for the undersigned parties that:

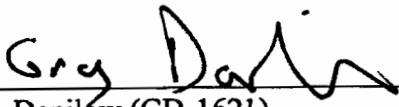
1. Defendant Mayer, Brown, Rowe & Maw LLP is the name shared by two limited liability entities, one established in Illinois ("Mayer Brown Illinois") and one incorporated in England ("Mayer Brown UK"), both having the name Mayer, Brown, Rowe & Maw LLP.
2. Mayer Brown Illinois, and Mayer Brown UK, shall respond to the Complaint, by answer or motion, no later than September 14, 2007.
3. In the event that either Mayer Brown Illinois or Mayer Brown UK moves to dismiss the Complaint, Plaintiffs Thomas H. Lee Equity Fund V, L.P., Thomas H. Lee Parallel Fund V, L.P., and Thomas H. Lee Equity (Cayman) Fund V, L.P. shall file their opposition

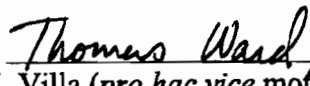
papers no later than November 2, 2007, and the Mayer Brown entity or entities shall file any reply papers in further support of its motion to dismiss no later than November 16, 2007.

4. There have been no previous motions or requests for extensions of time in the above-captioned matter. Under Rule 12 of the Federal Rules of Civil Procedure, Mayer Brown Illinois would respond to the Complaint no later than August 28, 2007. Mayer Brown UK would be required to respond to the Complaint no later than September 10, 2007.

5. By signing this stipulation, no party to this lawsuit waives any claims, defenses, or positions, including, *inter alia*, defendant's potential defense regarding jurisdiction over the person (except for objections based on a defect in the summons or in the service of the summons), and plaintiffs' position that there is only one worldwide Mayer Brown entity for purposes of the action.

Dated: New York, New York  
August 24, 2007

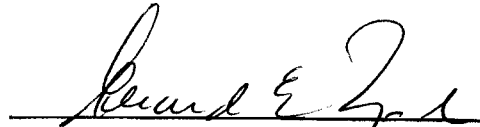
By:   
Greg A. Danilow (GD-1621)  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, NY 10153  
Telephone: (212) 310-8000  
*Attorneys for Plaintiffs*  
*Thomas H. Lee Equity Fund V, L.P.,*  
*Thomas H. Lee Parallel Fund V, L.P., and*  
*Thomas H. Lee Equity (Cayman) Fund V, L.P.*

By:  *by permission JW*  
John K. Villa (*pro hac vice* motion pending)  
Thomas G. Ward (TW-6255)  
WILLIAMS & CONNOLLY LLP  
725 Twelfth St., NW  
Washington, DC 20005  
Telephone: (202) 434-5000  
*Attorneys for Defendant Mayer, Brown,*  
*Rowe & Maw LLP (consisting of Mayer*  
*Brown Illinois and Mayer Brown UK)*

SO ORDERED.

Dated: New York, NY

August 27, 2007

  
The Honorable Gerard E. Lynch  
United States District Judge